Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 Page 1 of 43 W. R. GRACE & CO. & SUBSIDIARIES

Statement 3 65-0773649

W. R. GRACE ARGENTINA SA

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
OTHER PREPAYMENTS AND OTH	53,926	23,483
Total	53,926	23,483

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W. R. GRACE & CO. & SUBSIDIARIES

W. R. GRACE ARGENTINA SA

Statement 4 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

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Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
MISCELLANEOUS INVESTMENTS	793,118	821,166
Total	793,118	821,166
	=============	=======================================

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Statement 5 65-0773649

W. R. GRACE & CO. & SUBSIDIARIES W. R. GRACE ARGENTINA SA

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

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Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
DEFERRED CHARGES		74,534
Total	0	74,534
	=============	==============

W. R. GRACE & CO. & SUBSIDIARIES

W. R. GRACE ARGENTINA SA

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

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Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
ACCEPTANCE PAYABLE ACCRUED CURRENT LIABILITI INTRA CORPORATE INTER CORPORATE BAL. WITH	-1,305,982 333,063 -59 1,181,609	-1,166,320 333,413 2,307,870
Total	208,631	1,474,963

Statement Pursuant to Treasury Regulation § 1.351-3(b)

for

W. R. Grace Argentina S.A.

 $\mathbf{B}\mathbf{y}$

W. R. Grace & Co.

For the Year Ended December 31, 2001

EIN 65-0773649

The following statement is submitted by W. R. Grace & Co. (the "Taxpayer") on behalf of its affiliate, W. R. Grace Argentina S.A., with respect to the December 21, 2001 transfer of cash of \$2,300,000 by W. R. Grace & Co. – Conn. ("Grace – Conn.") to W. R. Grace Argentina S.A.

(1) Description of Property Received.

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On December 21, 2001, W. R. Grace Argentina S.A. received a contribution to its capital of \$2,300,000 from Grace – Conn.

(2) Basis in the Hands of the Transferors.

Grace-Conn.'s basis in the W. R. Grace Argentina S.A. interest as of the date of the transfer was \$2,300,000.

(3) Capital Stock of Controlled Corporation.

(i) Total Issued and Outstanding Capital Stock Immediately Prior To and Immediately After the Exchange.

Grace-Conn. owned 100 percent of the issued and outstanding stock of W. R. Grace Argentina S.A. both immediately prior to and immediately after the exchange. W. R. Grace Argentina S.A. issued no shares pursuant to the transfer.

(ii) <u>Classes of Stock and Number of Shares Issued to Each Transferor, Number of Shares of Each Class Owned by Each Transferor Immediately Prior To and Immediately After the Exchange.</u>

Grace-Conn. owned 100 percent of the issued and outstanding stock of W. R. Grace Argentina S.A. both immediately prior to and immediately after the exchange. W. R. Grace Argentina S.A. issued no shares pursuant to the transfer.

(iii) Fair Market Value of the Capital Stock Issued to Each Transferor.

W. R. Grace Argentina S.A. issued no shares pursuant to the transfer.

(4) Description of Controlled Corporation Securities.

(i) Securities Outstanding Immediately Prior to and Immediately After the Exchange

Grace-Conn. owned 100 percent of the issued and outstanding stock of W. R. Grace Argentina S.A. both immediately prior to and immediately after the exchange.

(ii) Securities Issued to Transferor in the Exchange.

W. R. Grace Argentina S.A. issued no shares pursuant to the exchange.

(iii) Fair Market Value Per Share of Each Class at the Date of the Exchange.

N/A

(iv) Subordination of Securities Issued in the Exchange.

N/A

(5) Money Received.

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W. R. Grace Argentina S.A. did not transfer any money in the exchange.

(6) Other Property Received.

W. R. Grace Argentina S.A. did not transfer any other property to Grace - Conn. in the exchange.

(7) Liabilities Assumed by the Controlled Corporation.

W. R. Grace Argentina S.A. did not assume any liabilities in the exchange.

Form **5471**

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

File in Dunilcate

OMB No. 1545-0704

(Rev. May 2001)	ues	spect to		ate instruction		i autorio		File in D	•	
Department of the Treasury		ished for the foreign corporation's annual accounting period (tax year required by						(see Whe Where T instructio	o File in the	
Name of person filing thi		o mod double) =			ntifying num					
W. R. GRACE & CO. &				ŀ	0773649					
Number, street, & room or sui		. if mail is not delive	red to street addre	ss) B Cat	egory of filer	(See instructi	ons. Chec	k applicabl	e box(es)):	
5400 BROKEN SOUND BL	VD SUITE 300)				1 ∏	2 📗	3 🗍 4	x 5 x	
City or town, state, and 2	ZIP code			C Ente	r the total perc	entage of the fo	reign corpo	ration's voting	stock	
BOCA RATON, FL 33487				you	wned at the e	nd of its annual a	ccounting p	period	100%	
Filer's tax year beginning	01/01	, 2001	, and ending 12,	/31	, 20 (01				
D Person(s) on whose	behalf this inform	nation return is file	ed:							
(4) Name	_		(2) Address		(3) ide	ntifying numb		eck applica	ble box(es)	
(1) Nam			(Z) Addiess		(3) (46)	tulying numb	Share holde	Officer	Director	
		<u> </u>								
	plicable lines and rwise indicated.	schedules. All in	formation must	be in the Engl	sh language	. All amounts	must be	stated in U.	S. dollars	
18 Name and address	of foreign corpora	tion				b Empl	oyer ident	tification nu	nber, if any	
GRACE AUSTRALIA F	TY LTD									
1126 SYDNEY ROAD						C Count	ry under wh	ose laws inco	rporated	
FAWKNER VICTORIA	3060 AUSTRALIA					AUSTI	RALIA			
d Date of incorporation	n e Principal p	olace of busn.		usiness activity number	g Principal business activity h Functional OTHER CHEMICAL			Functional c	urrency	
11/28/97	AUST	RALIA	325900		PRODUCT MFG Australian Dollar					
2 Provide the following	information for the	he foreign corpo	ration's accoun	ting period stat	ed above.					
a Name, address, and	identifying numb	er of branch offic	ce or agent	b If a U.S. is	ncome tax re	turn was filed	, please s	how:		
(if any) in the United	States			(i) Taxat				U.S. income tax paid (after all credits)		
C Name and address agent in country of i		tion's statutory o	r resident	person (o	r persons) w	cluding corpo ith custody of ocation of suc	books &	records of t	he foreign	
Schedule A St	ock of the Fo	reign Corpo	ration							
Part I — ALL Clas	ses of Stock			,						
 _					(b) Numbe	r of shares iss	ued and	outstanding		
(a) De	scription of each	class of stock		, ,, -	(7 5			(ii) End of annual		
COMMON		<u></u>			8,7	00,000		8,7	00,000	
	····									
				+	<u>.</u>					
Part II — Addition	al Information pleted only by Ca			nal holding com	panies)					
	· · · · · · · · · · · · · · · · · · ·			T				(d) Indicat	e whether	
(a) Description of each class of Preferred stock (Note: This description should match the corresponding description entered in Part I, column (a).)			, , ,	(b) Par value in functional currency (c) Rate of div		dividend (d) Indicate who stock is cumulation noncumulation		mulative or		
-			-							

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000818 09/03/2002

65-0773649

GRACE AUSTRALIA PTY LTD Page 2 Form 5471 (Rev. 5-2001)

Schedule B U.S. Shareholder (a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(C) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R. GRACE & COCONN.		8,700,000	8,700,000	
7500 GRACE DRIVE				İ
COLUMBIA, MD 21044				-
13-5114230				
*A WHOLLY OWNED				1
DOMESTIC SUBSIDIARY				
OF W.R. GRACE & CO.				
				- ↓ .
-		,	 	-
				1
]
<u> </u>			 	-
		 	 	1
		 	1	10

Income Statement (See the instructions.) Schedule C

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		column. See instructions for special rules for BASTIII ostportassis.			
-				Functional Currency	U.S. Dollars
	4-	Gross receipts or sales	1a	37,213,132.	19,092,197.
	18	Returns and allowances	1b	2,976,432.	1,527,058.
	Đ	Subtract line 1b from line 1a	1c	34,236,700.	17,565,139.
.		Cost of goods sold	2	22,415,554.	11,500,300.
N i	2	Gross profit (subtract line 2 from line 1c)	3	11,821,146.	6,064,839.
C	3	Gross profit (subtract line 2 from line 10)	4		
O M	4	Dividends	5	-644,078.	-330,445.
E	5	Interest	6		
	6	Gross rents, royalties, and license fees	7		
	7	Net gain or (loss) on sale of capital assets	8	107,657.	55,234.
	8	Other income (attach schedule)	9	11,284,725.	5,789,628.
	9	Total income (add lines 3 through 8)	10	4,931,128.	2,529,915.
1	10	Compensation not deducted elsewhere	11	2,309,218.	1,184,744.
<u> </u>	11	Rents, royalties, and license fees	12	2,303,220.	
D 1	12	Interest	13	487,534.	250,129.
U .	13	Depreciation not deducted elsewhere	14	407,334.	230,223.
Ç .	14	Depletion		409,038.	209,857.
·	15	Tayon (exclude provision for income, war profits, and excess profits taxes)	15	409,036.	203,037.
0	16	Other deductions (attach schedule exclude provision for income, war profits, and	1		2,914,571
N S		excess profits taxes)	16		
~	17	Total deductions (add lines 10 through 16)	17	13,817,788	1,089,210
	18	Net income or (loss) before extraordinary items, prior period adjustments, and the			
	-	provision for income, war profits, and excess profits taxes (subtract line 17			1 200 500
		from line Q)	18		-1,299,588
N C O	19	Extraordinary items and prior period adjustments (see instructions)	19		
TO	20	Provision for income, war profits, and excess profits taxes (see instructions)	20	1,837,894	942,932
E	20	Linking to monthly man branch and and			
	21	Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21	-4,370,957	2,242,520
	<u> </u>	Current your net moone 5. (5.2.)			

Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 Page 9 of 43 2002 W. R. GRACE & CO. & SUBSIDIARIES

000818 09/03/2002 GRACE AUSTRALIA PTY LTD

65-0773649

Page 3 Form 5471 (Rev. 5-2001) Income, War Profits, and Excess Profits Taxes Paid or Accrued (See instructions.) Schedule E Amount of tax (d) In U.S. dollars (c) (b) Conversion rate In foreign currency Name of country or U.S. possession U.S. 0. AUSTRALIA 3 4 5 6 7 0.

Balance Sheet Schedule F

É

No.

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

	Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
		1	6,083,258.	2,280,280.
1	Cash	28	4,056,934.	3,358,419.
2a	Trade notes and accounts receivable	2b	(-30,367.)	(-2,965.)
b	Less allowance for bad debts	3	2,168,830.	2,103,937.
3	Inventories	4	1,154,874.	590,552.
4	Other current assets (attach schedule)SEE.STATEMENT. 3	5		
5	Loans to stockholders and other related persons	6		
6	Investment in subsidiaries (attach schedule)	7	0.	0.
7	Other investments (attach schedule)	8a	5,424,619.	5,074,185.
8a	Buildings and other depreciable assets	8b	(3,305,767.)	(3,243,425.
þ	Less accumulated depreciation	9a	(3,303),011)	, , = = , _ ,
9a	Depletable assets	9b	, ,	
b	Less accumulated depletion	10	130,622.	118,436.
10	Land (net of any amortization)	10	130,022.	
11	Intangible assets:	11a	2,113,514.	1,916,341.
a	Goodwill			1,010,0111
b	Organization costs	11b		
C	Patents, trademarks, and other intangible assets	11c		(1,445,947.
d	t are accumulated amortization for lines 11a, b, and C	_	(1,304,219.)	4,184,594.
12	Other assets (attach schedule)SEE .STATEMENT . 4	12	4,437,725.	4,104,334.
13	Total assets	13	20,990,757.	14,940,337.
	Liabilities and Stockholders' Equity			
14	Accounts payable	14	922,408.	
15	Other current liabilities (attach schedule)	15	3,618,854.	
16	Loans from stockholders and other related persons	16		
17	Other liabilities (attach schedule)	17	580,357.	1,292,020.
18	Canital stocks			
	Preferred stock	188		
h	Common stock	18b	4,863,300	
ں 19	Paid-in or capital surplus (attach reconciliation).	19		0.
20	Retained earnings	20	567,900	2,475,564.
20 21	Less cost of treasury stock	21) (
E I			00 000 757	. 14,940,337.
22	Total liabilities and stockholders' equity	22	20,990,757	. 14,340,337.

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m 5471 (Rev. 5-2001) GRACE AUSTRALIA PTY LTD		65-07/3649		Pr	age
chedule G Other Information					
				Ye	s I
During the tax year, did the foreign corporation own at least a 10% in	terest, directly or indire	ctly, in a foreign		_	,
partnership?				<u>L</u>	J
If "Ves " see the instructions for required attachment.				_	,
During the tax year, did the foreign corporation own an interest in any	/ trust?				j
During the tax year, did the foreign corporation own any foreign entiti	es that were disregard	ed as entities separate		_	
from their owners under Regulations sections 301.7701-2 and 301.77	701-3?			L	J
If "Yes," attach a statement listing the name, country under whose law	vs the entity was organ	nized, and EIN (if any)			
of each entity.					
chedule H Current Earnings and Profits (See the inst	ructions.)	 -			
ortant: Enter the amounts on lines 1 through 5c in functional currency.					
Current year net income or (loss) per foreign books of account			1	-4,370,	95
,					
Net adjustments made to line 1 to determine current		31-4			8,6
earnings and profits according to U.S. financial and tax	Net Additions	Net Subtractions			ja J
accounting standards (see instructions):	Additions				:876 978
Capital gains or losses					
Depreciation and amortization					
Depletion	,				
Investment or incentive allowance			1		
Charges to statutory reserves					
Inventory adjustments			1		
Taxes	1,837,894.		1		
Other (attach schedule)	0.	4.	1		
Total net additions	1.837.894.				933
Total net subtractions			1		
Current earnings and profits (line 1 plus line 3 minus line 4)			5a	-2,533,	0
DASTM gain or (loss) for foreign corporations that use DASTM (see i	nstructions)		5b		
Combine lines 5a and 5b			5c	-2,533,	00
Current earnings and profits in U.S. dollars (line 5c translated at the	appropriate exchange	rate as defined in			
section 989(b) and the related regulations) (see instructions)			5d	-1,299,	5
Enter exchange rate used for line 5d		0.513050	0		
hedule: Summary of Shareholder's Income Fro	m Foreign Corpo	ration (See the instru	ctions.)		
Steddless Summary of Shareholder 5 moome 110		(T		_
Subpart F income (line 40b, Worksheet A in the instructions)			1 1		
Suppart Filliconta (line 400, Worksheet Ain the meadeaster)				~	
Earnings invested in U.S. property (line 17, Worksheet B in the instru	ictions)		2		
Previously excluded subpart F income withdrawn from qualified inve	stments (line 6b. Worl	sheet C in the			
instructions)			3		
Previously excluded export trade income withdrawn from investment	in export trade assets	(line 7b. Worksheet D			
in the instructions)	ин охрон часо шоск		4		
in the instructions)					_
Factoring income			5		
Factoring income		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			_
	Can instructions		6		
Total of lines 1 through 5. Enter here and on your income tax return.	See instructions		-		_
			7		
Dividends received (translated at spot rate on payment date under s	section apa(b)(1))	• • • • • • • • • • • • • • • • • • • •			
			8		
Exchange gain or (loss) on a distribution of previously taxed income			101		es
Was any income of the foreign corporation blocked?					8
Did any such income become unblocked during the tax year (see sec	tion 964(b))?				٦
ne answer to either question is "Yes," attach an explanation.	V. W			,	

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SCHEDULE J (Form 5471) (Rev. May 2001)

Department of the Treasury

Accumulated Earnings and Profits (E&P) of Controlled Foreign Corporation

▶ Attach to Form 5471. See Instructions for Form 5471.

OMB No. 1545-0704

Internal Revenue Service Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number 65-0773649

Name of foreign corporation GRACE AUSTRALIA PTY LTD (c) Previously Taxed E&P (see instructions) (d) Total Section (b) Pre-1987 E&P (a) Post-1986 (sections 959(c)(1) and (2) balances) Not Previously 964(a) E&P important. Enter Undistributed Taxed (pre-87 section 959(c)(3) (ii) Earnings Invested in Excess (combine columns Earnings (post-86 amounts in functional (i) Earnings Invested in U.S. Property (iii) Subpart F section 959(c)(3) Income (a), (b), and (c)) currency. Passive Assets balance) balance) Balance at 3,825,584. 2,409,364 1,416,220 beginning of year 2a Current year E&P **b** Current year 2,533,067 deficit in E&P Total current and accumulated E&P not previously taxed (line 1 plus line 2a, 2,409,364 -1,116,847. minus line 2b) Amounts included under sec. 951(a) or reclassified under section 959(c) in current year 5a Actual distributions or reclassifications of previously taxed E&P **b** Actual distributions of nonpreviously taxed E&P 6a Balance of previously taxed E&P at end of year (line 1 plus line 4, 0 0 minus line 5a) b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus 2,409,364 -1,116,847 line 5b) Balance at end of

-1,116,847. For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 5-2001)

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1,292,517.

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vear, (Enter amount from line 6a / line 6b,

whichever is applic.)

NTF 35690

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2,409,364

SCHEDULE M (Form 5471)

Transactions Between Controlled Foreign Corporation and Shareholders or Other Related Persons

(Rev. May 2001) Department of the Treasury Attach to Form 5471. See Instructions for Form 5471. Internal Revenue Service

OMB No. 1545-0704

Name of person filing Form 5471

& SUBSIDIARIES R. GRACE & CO.

identifying number 65-0773649

Name of foreign corporation

GRACE AUSTRALIA PTY LTD

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule
Australian Dollar 0.5130500 (d) Any other foreign corporation or partnership controlled by U.S. person filing this return (e) 10% or more U.S. hareholder of controlled foreign corporation (other than the U.S. (f) 10% or more U.S. shareholder of any (c) Any domestic corporation or partnership controlled by U.S. person filing this return (b) U.S. person filing this return corporation controlling the foreign corporation (a) Transactions foreign corporation person filing this return) 1 Sales of stock in trade 2,164,902. 1,614,607 (inventory)..... 2 Sales of property rights (patents, trademarks, etc.).... 3 Compensation received for technical, managerial, engineering, construction, or like services...... 4 Commissions received 5 Rents, royalties, and license tees received..... 6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income)..... 8 Premiums received for insurance or reinsurance..... 0. 0. 2,164,902. 0. 1,614,607. 9 Add lines 1 through 8 10 Purchases of stock in trade 141,982. (inventory)..... 11 Purchases of tangible property other than stock in trade 12 Purchases of property rights (patents, trademarks, etc.). 13 Compensation paid for technical, managerial, engineering, construction, or 212,666 14 Commissions paid..... 15 Rents, royalties, and license 427,014. 79,107. 438,318. 0. 0. 433,755 865,332. 0 **18** Add lines 10 through 17 19 Amounts borrowed (enter the maximum loan balance during 1,717,262 9,046,630. the year) -- see instructions . . . 20 Amounts loaned (enter the maximum loan balance during

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

the year) -- see instructions . . .

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SCHEDULE O

Organization or Reorganization of Foreign Corporation, and Acquisitions and Dispositions of its Stock

OMB No. 1545-0704

(Form 5471) (Rev. May 2001)

Department of the Treasury

Form 5471. See Instructions for Form 5471.

Internal Revenue Service		Attach to Form	34/1.	, 3 00 moducu	<u> </u>	100000000000000000000000000000000000000	Identifying	numbe				
Name of person filing Form	15471	TOCTOTABTE	c				65-07			_		
W. R. GRACE &		DRSIDIAKIE					<u></u>					
Name of foreign corporation GRACE AUSTRAL		r n										
			<u> </u>				- reported					
Important: Complete a se					1 inform	nation must b	e reported.					
Part I To Be Cor	mpleted by L	J.S. Officers an	d Di	rectors		7.	(d)			(e)		
(a) Name of shareholds	(a) Name of shareholder for whom acquisition information is reported		(b) Identifying number of shareholder of shareholder of shareholder 0% acquisition				(b) lde		original	Date of	of addit acquisi	ional ition
					-						·-	
			-						 			
									<u> </u>			
Part II To Be Co	mpleted by l	J.S. Sharehold	ers			· · · · · · · · · ·						
Note: If this	return is required	i because one or mo ecame a U.S. perso	ore sh n.				ittach a list sho	wing the	names	of such	1	
<u> </u>		Section A	- Gen	eral Sharehold	ler Info	rmation		***	т	(c)		
(a)		For oh	orobo	older's latest U.	(b) S. incor	ne tax return	filed. indicate:		Date (i	if any) s ler last	share-	
Name, address, and id-	entifying number	· 1		(2)	J. 111001		(3)		l info	refurn t	under	
of shareholder(s) filin	g this schedule	(1) Type of return (enter form num)	n (ber)	Date return	iled	Internal Re	venue Service where filed	Center	foreig	n 6046 n corpo	or trie	
W. R. GARCE & COLUMBIA, MD		1120	1120 9/15/01		ATLANTA, GA		A					
								<u> </u>				
	Section B -	- U.S. Persons Wh	o Are	Officers or Di	rectors	of the Forei	gn Corporatio	n	<u> </u>	<u>(d)</u>		
(a)			Œ	b)			(c)		Chec	(d) k appre box(es	opriate	
Name of U.S. office	er or director			ress		Socia	al security numb	per	Offic		irector	
							····					
					<u></u>							
			 -									
		Sect	ion C	Acquisition	of Sto	ck					, 	
(a)	(b) (c) (d) Method of		(b)		(c) (d)		(d) Number of st		ares acquired			
Name of shareholde schedule		Class of stock acquired	į a	acquisition	Date of		(1) (Directly Indi		2) rectly		(3) tructive	
			 					 		+		
	j		<u> </u>					 		+		

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule O (Form 5471) (Rev. 5-2001)

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NTF 35691

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	AUSTRALI		(g)			
Amount paid or value given		Name and addre	ss of person from who	om shares were	acquired	
						
	Se	ection D Disposi	tion of Stock			
			(d) Method of	Number	(e) of shares di	sposed of
(a) lame of shareholder disposing of stock	(b) Class of stock	Date of disposition		(1) Directly	(2) Indirectly	(3)
(f) Amount received		Name and address	(g) of person to whom d	sposition of stoc	k was made	<u> </u>
			<u> </u>	<u>.</u>		
Sec	ction E Organi	zation or Reorgani	zation of Foreign Co	rporation		
Name a	(a) and address of tra	ansferor		(b) Identifying nun	nber (if any)	(c) Date of transfe
V. R. GRACE & CO C COLUMBIA, MD 21044	CONN.			13-5114	230	12/19/01
	(d)				(e)	
Assets tran	sferred to foreign	corporation	(2)	 Description of 	assets trans	ferred by, or not
Assets tran (1) Description of assets	nsferred to foreign (2) Fair market	value Adjus	(3) ted basis (if transfero vas U.S. person)	Description of or securities	assets trans ssued by, fo	ferred by, or not reign corporatio
(1)	(2)	value Adjus	(3) ted basis (if transferor vas U.S. person)	Description of or securities of ORDINAL	ssued by, fo	reign corporatio
(1) Description of assets	(2) Fair market	value Adjus		or securities i	ssued by, fo	reign corporatio
(1) Description of assets CASH	Fair market 3,366	value Adjus	3,366,000.	ORDINAL	SSUECT BY, FO	
(a) If the foreign corporation or a predector any of the last 3 years, attach a stater	Fair market 3,366 Secuessor U.S. corporament indicating the	value Adjusting Adjusting Addition Addi	3,366,000. al information with a consolidated cuturn was filed (and, if	ORDINAL group in filing) a policable, the r	SSUED BY, FOR	RES
Description of assets CASH	Fair market 3,366 Secuessor U.S. corporate indicating the income or loss, the foreign corporations are supported by the secues of the secues	ction F Addition ation filed (or joined a year for which a re and the U.S. income	al information with a consolidated of the consolidated and the consolid	ORDINAL group in filing) a policable, the redits).	SSUE BY, for RY SHALE	tax return

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000818 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE AUSTRALIA PTY LTD Statement 1 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars		
OPERATING REVENUE OTHER INCOME	174,207 -66,550	89,377 -34,143		
Total	107,657	55,234		

Statement 2 65-0773649

000818 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE AUSTRALIA PTY LTD

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION CHARITABLE DEDUCTIONS ADVERTISING GENERAL STATIONARY AND SU TELEPHONE COMMUNICATIONS OPERATING COSTS UTILITIES REPAIRS AND MAINTENANCE INSURANCE SERVICE CHARGES EXPENSE TRANSFERS AMORTIZATION CHARGES OTHER DEDUCTIONS INTER CORP OTHER EXP.	316,292 1,364 188,023 139,841 1,406,003 1,234,713 59,436 54,971 149,000 567,762 7,132 519,682 618,779 417,872	162,274 700 96,465 71,745 721,350 633,470 30,494 28,203 76,444 291,290 3,659 266,623 317,465 214,389
Total	5,680,870	2,914,571

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Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 4.-- Other Current Assets

iocai	_======================================	=======================================
Total	1,154,874	590,552
OTHER PREPAYMENTS AND OTH CURRENT DEFERRED TAXES	57,967 1,096,907	28,473 562,079
Detail Description	Beginning	Ending

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Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

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Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
DEFERRED CHARGES	4,437,725	4,184,594
Total	4,437,725	4,184,594

Statement 5 65-0773649

000818 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE AUSTRALIA PTY LTD

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
ACCEPTANCE PAYABLE INCOME TAXES PAYABLE ACCRUED CURRENT LIABILITI DEFERRED INCOME INTER CORPORATE BAL. WITH	551,101 671,443 1,743,423 23,655 629,232	457,421 363,488 1,503,151 1 502,898
Total	3,618,854	2,826,959 ==========

000818 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE AUSTRALIA PTY LTD Statement 6 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

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Schedule F, line 17 -- Other Liabilities

Detail Description	Beginning	Ending
NON CURRENT DEFERRED TAX	580,357	1,292,020
Total	580,357	1,292,020

Statement Pursuant to Treasury Regulation § 1.351-3(b)

for

Grace Australia Pty. Ltd.

By

W. R. Grace & Co.

For the Year Ended December 31, 2001

EIN 65-0773649

The following statement is submitted by W. R. Grace & Co. (the "Taxpayer") on behalf of its affiliate, Grace Australia Pty. Ltd., with respect to the December 19, 2001 transfer of cash of \$3,366,000 by W. R. Grace & Co. – Conn. ("Grace – Conn.") to Grace Australia Pty. Ltd.

(1) Description of Property Received.

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On December 19, 2001, Grace Australia Pty. Ltd. received a contribution to its capital of \$3,366,000 from Grace - Conn.

(2) Basis in the Hands of the Transferors.

Grace-Conn.'s basis in the Grace Australia Pty. Ltd. interest as of the date of the transfer was \$3,366,000.

(3) Capital Stock of Controlled Corporation.

(i) <u>Total Issued and Outstanding Capital Stock Immediately Prior To and Immediately After the Exchange.</u>

Grace-Conn. owned 100 percent of the issued and outstanding stock of Grace Australia Pty. Ltd. both immediately prior to and immediately after the exchange. Grace Australia Pty. Ltd issued no shares pursuant to the transfer.

(ii) Classes of Stock and Number of Shares Issued to Each Transferor, Number of Shares of Each Class Owned by Each Transferor Immediately Prior To and Immediately After the Exchange.

Grace-Conn. owned 100 percent of the issued and outstanding stock of Grace Australia Pty. Ltd. both immediately prior to and immediately after the exchange. Grace Australia Pty. Ltd. issued no shares pursuant to the transfer.

(iii) Fair Market Value of the Capital Stock Issued to Each Transferor.

Grace Australia Pty. Ltd. issued no shares pursuant to the transfer.

(4) Description of Controlled Corporation Securities.

(i) Securities Outstanding Immediately Prior to and Immediately After the Exchange

Grace-Conn. owned 100 percent of the issued and outstanding stock of Grace Australia Pty. Ltd both immediately prior to and immediately after the exchange.

(ii) Securities Issued to Transferor in the Exchange.

Grace Australia Pty. Ltd. issued no shares pursuant to the exchange.

(iii) Fair Market Value Per Share of Each Class at the Date of the Exchange.

N/A

(iv) Subordination of Securities Issued in the Exchange.

N/A

(5) Money Received.

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Grace Australia Pty. Ltd. did not transfer any money in the exchange.

(6) Other Property Received.

Grace Australia Pty. Ltd. did not transfer any other property to Grace - Conn. in the exchange.

(7) Liabilities Assumed by the Controlled Corporation.

Grace Australia Pty. Ltd. did not assume any liabilities in the exchange.

Form **5471**

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Information Return of U.S. Persons With Respect To Certain Foreign Corporations

OMB No. 1545-0704

File in Duplicate

(Rev. May 2001)		-	► See separate	instructions.	, 		irod by	(see When	and
Department of the Treasury	Information furni	shed for the fore	ign corporation's	annual accou	nting period (, and ending	tax year requ	20.01	Where To	
Internal Revenue Service	section 898) (sec	e instructions) be	ginning 01/0				2001	mod dodono	/
Name of person filing this	return				lifying numb	er			
W. R. GRACE & C	O. & SUBSI	DIARIES			0773649 gory of filer (S	an instruction	ne Check	annlicable i	nox(es)):
Number, street, & room or suit	e no. (or P.O. box no.	if mail is not deliver	ed to street address) B Cate	gory of filer (1	2 7 3		5 X
5400 BROKEN SOU	ND BLVD	SUITE 300							
City or town, state, and Z	iP code				the total percen				100 %
BOCA RATON, FL	33487				wned at the end		containg be	1100	100 10
	01/01		and ending $12/$	31	, 20 0	<u> </u>			
D Person(s) on whose	behalf this inform	ation return is file	<u>ed:</u>				(4) Cho	ck applicabl	o hov(es)
(4) Nome			(2) Address		(3) Identi	itying number	Share- holder		Director
(1) Name	,			<u></u>		<u> </u>	holder	Officer	Bir cota:
		<u></u>							
							 -		<u> </u>
							 		
		<u></u>	<u> </u>						L
Important: Fill in all app	olicable lines and	schedules. All in	formation must t	e in the Englis	sh language.	All amounts r	nust be s	tated in U.S	. dollars
unless othe	rwise indicated.								
1a Name and address	of foreign corpora	ation				b Emplo	yer identi	fication num	ber, it any
GRACE N.V. (<u></u>		
MECHELSESTEE								ose laws incorp	orated
2018 ANTWERP						BELG			
d Date of incorporation		place of busn.	f Principal bus		_	business acti		unctional cu	rrency
- ·· ·			code	number		HEMICALS	1		
10/12/64		GIUM	325900		PRODUCT	MFG	EU	RO	
2 Provide the following	g information for t	the foreign corpo	ration's accounti	ng period state	ed above.				
a Name, address, and	l identifying numb	per of branch offi	ce or agent	b If a U.S. in	ncome tax ret	urn was filed,			
(if any) in the United				(i) Taxable income or (loss) (ii) U.S. income tax paid (after all credits)					
NONE				(i) Taxable income or (loss) (after all credits)				s)	
									- (' 1-1-) -
C Name and address	of foreign corpor	ation's statutory o	or resident	d Name and	d address (inc r persons) wi	duding corpo	rate depa	nment, if ap	piica bie) o le foreign
agent in country of				person (o	r persons) wi on, and the lo	ention of sucl	books a	nd records.	if different
				-				,,	
					HUYBREC				^
				HUYBREC	HTS, ENG	ELS, CRA	7EN %	PARTNER	5 - ~ * * * * * * * * * * * * * * * * * *
				AMERIKA	LEI 73,	2000 AN	WERPE	N I, BE	LG I UM
Schedule A St	ock of the Fo	oreign Corpo	ration						
Part I - ALL Clas									
				<u> </u>		of shares iss			
(a) D	escription of each	n class of stock			ginning of an		(ii) End of annual		
• • •	•			accounting period			accounting period		
COMMON				1,000			1,000		
				<u> </u>					
				<u> </u>					
Part II Addition	al Informatio	n for Prefer	red Stock						
(To be cor	npieted only by	Category 1 filers f	or foreign persor	al holding cor	npanies)				
	iption of each cla			[V7	e whether
(Note: This de	escription should	match the corres	ponding	, , ,	value in I currency	(c) Rate of	dividend	stock is cui	mulative o: nulative
descri	ption entered in F	Part I, column (a).)	,411000,14		<u></u>		noncur	MIGUVE
<u> </u>									
		ace the congrat	. Instructions				For	m 5471 (R	ev. 5-200 [.]

Schedule B U.S. Shareholders	of Foreign Corporation (See the instructions	9.)		
(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(C) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R.GRACE & CO.CONN	COMMON	1,000	1,000	
7500 GRACE DRIVE				
COLUMBIA, MD 21044				{
13-5114230				
*A WHOLLY OWNED		-		
DOMESTIC SUBSIDIARY OF W.R. GRACE & CO.				1
OF W.R. GRACE & CO.		 		
			<u> </u>	
				1
		<u> </u>		†
				1
	· · · · · · · · · · · · · · · · · · ·			
				100

Schedule C Income Statement (See the instructions.)

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Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

				Functional Currency	U.S. Dollars
ļ	1a	Gross receipts or sales	1a		
		Returns and allowances	1b		
		Subtract line 1b from line 1a	1c	0.	0.
	2	Cost of goods sold	2		
N	3	Gross profit (subtract line 2 from line 1c)	3	0.	0.
0	4	Dividends	4		
M	5	Interest	5	316,849.	282,867.
-	6	Gross rents, royalties, and license fees	6		
	7	Net gain or (loss) on sale of capital assets	7		
	8	Other income (attach schedule)	8	0.	0.
ł	9	Total income (add lines 3 through 8)	9	316,849.	282,867.
	10	Compensation not deducted elsewhere	10	226,676.	202,365.
ם	11	Rents, royalties, and license fees	11	34,330.	30,648.
E	12	Interest	12		
ŭ	13	Depreciation not deducted elsewhere	13		
<u>c</u>	14	Depletion	14		
1	15	Taxes (exclude provision for income, war profits, and excess profits taxes)	15		
Ö	16	Other deductions (attach schedule exclude provision for income, war profits, and			
N		excess profits taxes)	16	136,388.	121,760.
٦	17	Total deductions (add lines 10 through 16)	17	397,394.	354,773.
	18	Net income or (loss) before extraordinary items, prior period adjustments, and the	8.7%;		
!		provision for income, war profits, and excess profits taxes (subtract line 17			
N		from line 9)	18	-80,545.	-71,906.
N C O	19	Extraordinary items and prior period adjustments (see instructions)	19		
ŦM	20	Provision for income, war profits, and excess profits taxes (see instructions)	20		
E		consistent for meaning one branch and amount branch / / / /			
į	21	Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21	-80,545.	-71,906.

Form 5471 (Rev. 5-2001)

GRACE N.V. (BELGIUM)

Income, War Profits, and Excess Profits Taxes Pald or Accrued (See instructions.) Schedule E Amount of tax (d) In U.S. dollars (b) (c) (a)
Name of country or U.S. possession Conversion rate In foreign currency U.S. 0. BELGIUM 4 0. 8 Total.....

Schedule F **Balance Sheet**

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Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

	Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	1	723,134.	301,682.
20	Trade notes and accounts receivable	2a		
h	Less allowance for bad debts	2b	(-104,638.)	(-188,311.
3	Inventories	3		
4	Other current assets (attach schedule)SEE . STATEMENT 2	4	3,462.	3,281.
5	Loans to stockholders and other related persons	5		
6	Investment in subsidiaries (attach schedule)	6		
7	Other investments (attach schedule)	7	2,428,948.	2,302,433.
	Buildings and other depreciable assets	8a	6,272.	
h	Less accumulated depreciation	8b	(2,610.)	(2,474.
Qa	Depletable assets	9a		
h	Less accumulated depletion.	9b	()	(
10	Land (net of any amortization)	10		
11	Intangible assets:			
'' a	Goodwill	11a		
b	Organization costs	11b		
C	Patents, trademarks, and other intangible assets	11c		
	Less accumulated amortization for lines 11a, b, and c	11d	()	(
12 12	Other assets (attach schedule)	12	0.	0.
12	Office assets (attach screening)			
13	Total assets	13	3,263,844.	2,799,724
	Liabilities and Stockholders' Equity			
14	Accounts payable	14	-1,399.	
15	Other current liabilities (attach schedule) SEE . STATEMENT 4	15	-13,511.	
16	Loans from stockholders and other related persons			-8,722,377
17	Other liabilities (attach schedule)	17	61,230.	41,054
18	Capital stock:			
а		18a		
b	Common stock	18b	115,400	109,389
19	Paid-in or capital surplus (attach reconciliation)	19		0
20	Retained earnings	20	12,303,783	. 11,591,836
	Less cost of treasury stock	21	((
ソコ	FOOD COOK OF MANAGEMENT AND		1	
21		1	i	2,799,724

Page	65-0773649		ase 01-01139-AMC Doc 3023-4s /2002W. R. GRACE Doc 3023-4s grace n.v. (BELGIUM)	792 om 5
			Other Information	Sch
Yes				
П	ectly, in a foreign	terest, directly or indire	year, did the foreign corporation own at least a 10% i	1 (
Ц			·····	
			- instructions for required attachment	
		trust?	year, did the foreign corporation own an interest in a	2 1
	180 92 GUIIII 92 26 harare	es that were disregard	was did the foreign corneration own ATV foreign ent	_
		7 01– 37	$_{ m ore}$ under Regulations sections 301.7701-2 and 301.	4
	aized, and EIN (II any)	vs the entity was orga	a statement listing the name, country under whose to	1
			Current Earnings and Profits (See the ins	Sch
-80,54	1		amounts on lines 1 through 5c in functional currence	mpor
			et income or (loss) per foreign books of account	1
	, 			
	Net	Net	ts made to line 1 to determine current	2
	Subtractions	Additions	profits according to U.S. financial and tax and tax and tax and tax and tax are instructions):	
		-	or losses	8
		<u></u>	and amortization	b
				C
	 		incentive allowance	þ
	 		atutory reserves	е
	 		stments	f
	0.	0	••••	g
	<u> </u>	— — — — — — — — — — — — — — — — — — —	schedule)	h
	A 8000000000		tions	3
-80,54			ractions	4
			ngs and profits (line 1 plus line 3 minus line 4)	5 a
-80,54	5c	instructions)	or (loss) for foreign corporations that use DASTM (see	b
33,73	L		s 5a and 5b	C
-71,90	5d	appropriate exchange	ngs and profits in U.S. dollars (line 5c translated at th	d
<u>, , , , , , , , , , , , , , , , , , , </u>	0.8927500) and the related regulations) (see instructions)	
····		- Faraiga Corn	ge rate used for line 5d ▶	
	Oration (See the instructions.)	m Foreign Corp	Summary of Shareholder's Income Fi	Sci
	1 1			
			ome (line 40b, Worksheet A in the instructions)	1
	2	untione)	an an and declarate D in the inc	
	· · · · · · · · · · · · · · · · · · ·	notmonte /lina 6h Wo	sted in U.S. property (line 17, Worksheet B in the ins	2
	3	Ballierius (ilite ob., 410.	cluded subpart F income withdrawn from qualified in	3
		t in avnort trade seed		
	s (inte 75, Workshott 5	If ith export trace asse	cluded export trade income withdrawn from investme	4
			tions)	
	5			
			ome	5
	6	Con instructions		
		i, See irisuucuona	1 through 5. Enter here and on your income tax retu	6
	7	000(b)(4))		
		Section 989(b)(1))	ceived (translated at spot rate on payment date unde	7
	8			
		e	in or (loss) on a distribution of previously taxed incol	8
Va			······································	
Ye			ne of the foreign corporation blocked?	_

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SCHEDULE J (Form 5471)

Accumulated Earnings and Profits (E&P) of Controlled Foreign Corporation

OMB No. 1545-0704

(Rev. May 2001) Department of the Treasury Internal Revenue Service

▶ Attach to Form 5471. See Instructions for Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES Name of foreign corporation

Identifying number 65-0773649

GRACE N.V. (BELGIUM) (a) Post-1986 Undistributed			(b) Pre-1987 E&P Not Previously	(c) Previou (section	(d) Total Section 964(a) E&P			
	nounts in functional irrency.	Earnings (post-86 section 959(c)(3) balance)	Taxed (pre-87 section 959(c)(3) balance)	(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	(combine columns (a), (b), and (c))	
1	Balance at]		11,863,348	
	beginning of year	10,037,336.	1,826,012.					
28	Current year E&P							
	Current year							
_	deficit in E&P	80,545.						
3	Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	9,956,791.	1,826,012.					
4	Amounts included under sec. 951(a) or reclassified under section 959(c) in current year	3,330,772						
5a	Actual distributions or reclassifications of previously taxed E&P							
b	Actual distributions	1						
	of nonpreviously							
	taxed E&P							
6a	Balance of previously taxed E&P at end of year (line 1 plus line 4,				0.	0.		
	minus line 5a)			0	.			
b	Deliance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	9,956,791	. 1,826,012					
7	Balance at end of year. (Enter amount from line 6a / line 6b, whichever is applic.)				. 0.	0	11,782,803	

9,956,791. whichever is applic.) For Paperwork Reduction Act Notice, see the instructions for Form 5471.

Schedule J (Form 5471) (Rev. 5-2001)

1 5471J1

NTF 35690

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SCHEDULE M (Form 5471) (Rev. May 2001)

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Transactions Between Controlled Foreign Corporation and Shareholders or Other Related Persons

▶ Attach to Form 5471. See Instructions for Form 5471.

OMB No. 1545-0704

Department of the Treasury Internal Revenue Service

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number 65-0773649

Name of foreign corporation

GRACE N.V. (BELGIUM)

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency at (a) Transactions of foreign corporation	(b) U.S. person filing this return	(C) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade	1.			-,,	
(inventory)					<u></u>
2 Sales of property rights					
(patents, trademarks, etc.)					
3 Compensation received for technical, managerial, engineering, construction, or like services					
4 Commissions received				ļ	·
5 Rents, royalties, and license					
fees received					
6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income)					
7 Interest received					
8 Premiums received for	····				1
insurance or reinsurance					
moditation of following the second					
9 Add lines 1 through 8	0.	0.	0.	0.	0
10 Purchases of stock in trade	<u></u>				
(inventory)					
11 Purchases of tangible property					<u> </u>
other than stock in trade					
12 Purchases of property rights					
		•	•		
(patents, trademarks, etc.)		<u> </u>			
13 Compensation paid for technical, managerial, engineering, construction, or like services					
14 Commissions paid					
15 Rents, royalties, and license					
fees paid					
16 Dividends paid					
17 Interest paid					<u> </u>
18 Add lines 10 through 17	0.	0.	0.	0.	C
19 Amounts borrowed (enter the					
maximum loan balance during					
the year) see instructions					
20 Amounts loaned (enter the	<u> </u>				
maximum loan balance during					1
the year) see instructions					l

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

000792 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE N.V. (BELGIUM) Statement 1 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 2 Schedules

Other Deductions

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(Search

Description	Functional Currency	U.S. Dollars		
PROFESSIONAL, CORPORATION GENERAL STATIONARY AND SU TELEPHONE COMMUNICATIONS UTILITIES SERVICE CHARGES	2,535 9,728 46,855 1,115 76,155	2,263 8,685 41,830 995 67,987		
Total	136,388	121,760		

Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 Page 30 of 43

000792 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE N.V. (BELGIUM) Statement 2 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

1

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending		
OTHER PREPAYMENTS AND OTH	3,462	3,281		
Total	3,462	3,281		

000792 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE N.V. (BELGIUM) Statement 3 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

(Jan.)

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
INVEST. IN CONSOL. SUBS MISCELLANEOUS INVESTMENTS	2,405,698 23,250	2,280,394 22,039
Total	2,428,948	2,302,433

000792 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE N.V. (BELGIUM) Statement 4 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
ACCEPTANCE PAYABLE INCOME TAXES PAYABLE ACCRUED CURRENT LIABILITI INTER CORPORATE BAL. WITH	97,628 340,894 171,396 -623,429	92,543 41,848 82,164 -454,806
Total	-13,511	-238,251

Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 Page 33 of 43

000792 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE N.V. (BELGIUM) Statement 5 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 17 -- Other Liabilities

Detail Description	Beginning	Ending		
RESERVES	61,230	41,054		
Total	61,230	41,054		
		======================================		

000725 09/03/2002

Form **5471**

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

OMB No. 1545-0704

File in Duplicate

(Rev. May 2001)		to a de-alle force	► See separate ign corporation's	instruction	s. untina perio:	d (tax vear requ	ired by	(see When Where To		
Department of the Treasury	Information furni section 898) (see	shed for the fore	agn corporations	. 2001	, and endi	ng 12/31 ,	20 01	instructions		
Internal Revenue Service		A identifying number								
Name of person filing this				·	0773649					
W. R. GRACE & CO. & S		is it is a deliver	ed to street address)	B Cat	egory of filer	(See instructio	ns. Check	applicable	box(es <u>))</u> :	
Number, street, & room or suit			04 (0 0000	ļ	- /	1 ∏		3 4 X	5 X	
5400 BROKEN SOUND BLY				C Ent	er the total per	entage of the fore	ign corpora	tion's voting s	tock	
City or town, state, and Z	ir code					nd of its annual ac			100%	
BOCA RATON, FL 33487	1 /01	.2001	and ending 12/3		, 20					
Filer's tax year beginning (D Person(s) on whose	01/01									
D Person(s) on whose	Delian tillo illionin				400.11			ck applicab	le box(es)	
(1) Name		(2) Address		(3) 106	ntifying numbe	Share- holder	Officer	Director		
·	· · · · · · · · · · · · · · · · · · ·									
<u> </u>			· · · · · · · · · · · · · · · · · · ·							
Important: Fill in all ap unless othe	plicable lines and rwise indicated.	schedules. All in	formation must b	e in the Eng	lish languag					
1a Name and address	of foreign corpora	tion				D Emplo	yer identi	fication num	per, it any	
GRACE SILICA N.V.						<u> </u>				
NIJVERHEIDSSTRAAT	. 5					l		ose laws incorp	oorated	
2870 PUURS, BELGI					1 = =	BELGI	***	unctional cu	monou.	
d Date of incorporation	n 😝 Principal (place of busn.	f Principal bus			al business acti	VIII P	uncuonai cu	пексу	
				umber	0111020 01 011111			_		
5/19/88		GIUM	551112			COMPANIES	Eur			
2 Provide the following	g information for t	he foreign corpo	ration's accounting	g period sta	ted above.	flod	nlosso o	hove		
a Name, address, and	d identifying numb	er of branch offi	ce or agent	D Itau.S.	income tax r	eturn was filed,			u moid	
(if any) in the United	States			(i) Taxable income or (loss) (ii) U.S. income			s. income ta fter all credit			
										
				-0 -5			roto dono	rtmont if an	nlicable) o	
C Name and address	of foreign corpore	ation's statutory o	or resident	O Name a	na address (i or persons) :	ncluding corpo with custody of	books &	records of th	ne foreign	
agent in country of	incorporation		:	corporal	ion, and the	location of suc	n books a	and records,	if different	
				•						
				R SPRANG	sko					
	Ladaba Ga	Tolan Corns	retion							
	ock of the Fo		nauon		····	<u></u>				
Part I ALL Clas	ses of Stock	<u> </u>			(b) Numb	er of shares is:	sued and	outstanding		
(-) D		alone of stock		ri) B	eginning of a			End of ann	ual	
(a) U	escription of each	Class of Stock			counting pe		àc	counting per	riod	
 						1,250			1,250	
COMMON		, <u></u>								
										
Part II — Addition	nal Information	n for Prefer	red Stock	al holding co	ompanies)					
								(d) Indicat	e whether	
(a) Descri	ption of each clas	ss of Preferred st	ock ponding		r value in	(c) Rate of	dividend	stock is cu		
(Note: This de	escription should rotion entered in P	art I. column (a).) Ponuna	function	al currency			noncun	nulative	
uescrij	Anoll distrated bit	,(,	<u>,</u>			—				
						1				
5 - B	tion Act Notice 1	ee the congrate	a Instructions	<u> </u>			For	m 5471 (R	ev. 5-200	

Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 09/03/2002W. R. GRACE & CO. & SUBSIDIARIES Page 35 of 43 000725

65-0773649

GRACE SILICA N.V. (BELG.) Page 2 Form 5471 (Rev. 5-2001)

Schedule B U.S. Shareholders	of Foreign Corporation (See the instruction	S.)	(all the standard	
(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(C) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R.GRACE & CO.CONN	COMMON	1,250	1,250	
7500 GRACE DRIVE				1
COLUMBIA, MD 21044				4
13-5114230				
*A WHOLLY OWNED				4
SUBSIDIARY OF				4
W. R. GRACE & CO.				4
		 		4
		 		1
		<u> </u>	-	1
		 	 	
		 		₫
		 		7
		 		1
			<u> </u>	
		- 		7
		 		
		 		100

income Statement (See the instructions.) Schedule C

•

(e)

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

			Functional Currency	U.S. Dollars
10	Gross receipts or sales	1a		
la h	Returns and allowances	1b		
	Subtract line 1b from line 1a	1c	0.	0.
ا ر	Cost of goods sold	2		
2	Gross profit (subtract line 2 from line 1c)	3	0.	0.
3	Dividends	4		
ı 🔼	Interest	5	225,438.	201,260
5	Gross rents, royalties, and license fees	6		
6	Gross rents, royalites, and license lees	7		
7	Net gain or (loss) on sale of capital assets	8	0.	Ö
8	Other income (attach schedule)	9	225,438.	201,260
9	Total income (add lines 3 through 8)	10		
10	Compensation not deducted elsewhere	11		
11	Rents, royalties, and license fees	12	-	
11 12	Interest	13		<u></u>
13	Depreciation not deducted elsewhere	14		
14	Depletion	15		
15	Taxes (exclude provision for income, war profits, and excess profits taxes)	13		
16	Other deductions (attach schedule exclude provision for income, war profits, and	16	0.	0
5	excess profits taxes)	17		0
17	Total deductions (add lines 10 through 16)	37.00	0.	inisia di mala di la
18	Net income or (loss) before extraordinary items, prior period adjustments, and the			
	provision for income, war profits, and excess profits taxes (subtract line 17	3.48	225,438.	201,260
Ň	from line 9)	18		201,200
C 19	Extraordinary items and prior period adjustments (see instructions)	19		80,505
N C O M 20 E	Provision for income, war profits, and excess profits taxes (see instructions)	20	90,176.	80,505
21	Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21	135,262.	120,755

Page 36 of 43 65-0773649

Page 3

GRACE SILICA N.V. (BELG.) Form 5471 (Rev. 5-2001) Income, War Profits, and Excess Profits Taxes Pald or Accrued (See instructions.) Schedule E Amount of tax (d) In U.S. dollars (c) (b) (a)
Name of country or U.S. possession Conversion rate In foreign currency U.S. 3 4 5 6 7 0. 8 Total

Schedule F **Balance Sheet**

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See the instructions for an exception for DASTM corporations.

<u> </u>	M corporations. Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
4	Cash	1	48,005.	45,504.
20	Trade notes and accounts receivable.	2a		
28	Less allowance for bad debts	2b	(-68.)	(-64.)
	Inventories	3		
3 4	Other current assets (attach schedule)	4	0.	0.
	Loans to stockholders and other related persons.	5	0.	
5	Investment in subsidiaries (attach schedule)	6		
6 7	Other investments (attach schedule)	7	0.	0.
<i>!</i>	and the state of t	8a		
8a	Less accumulated depreciation	8b	()	()
D	Depletable assets	9a		
98	Less accumulated depletion	9b	()	(
	Land (net of any amortization)	10		
10		<u> </u>		
11	Intangible assets: Goodwill	11a		
a		11b		
b	Patents, trademarks, and other intangible assets	11c	·	
_	Less accumulated amortization for lines 11a, b, and c	11d	()	
d	Other assets (attach schedule)	12	0.	0.
12	Other assets (attach schedule)	<u> </u>		
13	Total assets	13	48,073.	45,568.
	Liabilities and Stockholders' Equity			
14	Accounts payable	14	-219,983.	-407,485.
15	Other current liabilities (attach schedule)	15		-4,284,756.
16	Loans from stockholders and other related persons	16		
17	Other liabilities (attach schedule)	17	11,934.	50,050.
18	Capital stock:	4-		
a	Preferred stock	18a		27,348.
b	Common stock	18b	28,850.	27,340.
19	Paid-in or capital surplus (attach reconciliation)	19	1 2 2 2 2 2	4 610 565
20	Retained earnings	20	4,747,469	4,619,565.
21	Less cost of treasury stock	21	(4
22	Total liabilities and stockholders' equity	22	48,073	45,568.

Case 01-01139-AMC Doc 3023-4 Filed 11/19/02 09/03/2002W. R. GRACE & CO. & SUBSIDIARIES Page 37 of 43 000725 65-0773649 GRACE SILICA N.V. (BELG.) Page 4 Form 5471 (Rev. 5-2001) Other Information Schedule G During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in a foreign partnership?.... X If "Yes," see the instructions for required attachment. During the tax year, did the foreign corporation own an interest in any trust? During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3?.... R If "Yes," attach a statement listing the name, country under whose laws the entity was organized, and EIN (if any) of each entity. Current Earnings and Profits (See the instructions.) Schedule H Important: Enter the amounts on lines 1 through 5c in functional currency. 135,262. Current year net income or (loss) per foreign books of account..... Net adjustments made to line 1 to determine current Net Net earnings and profits according to U.S. financial and tax Subtractions Additions accounting standards (see instructions): a Capital gains or losses..... d Charges to statutory reserves..... f 90,176. Taxes..... Ô. 90,176. Total net subtractions..... 5a 225,438. 5b 225,438. C Combine lines Sa and 5b.....

d Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in 5d 201,260. 0.8927500 Enter exchange rate used for line 5d ▶ Summary of Shareholder's Income From Foreign Corporation (See the instructions.) Schedule I Earnings invested in U.S. property (line 17, Worksheet B in the instructions)..... 2 Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the 3 Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D 4 0. 6 7 No

If the answer to either question is "Yes," attach an explanation.

Did any such income become unblocked during the tax year (see section 964(b))?....

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SCHEDULE J (Form 5471) (Rev. May 2001)

Department of the Treasury

000725

1

Accumulated Earnings and Profits (E&P) of Controlled Foreign Corporation

▶ Attach to Form 5471. See Instructions for Form 5471.

OMB No. 1545-0704

Internal Revenue Service Name of person filing Form 5471

& SUBSIDIARIES W. R. GRACE & CO.

Identifying number 65-0773649

0.

Schedule J (Form 5471) (Rev. 5-2001)

0

Name of foreign corporation GRACE SILICA N.V. (BELG.) (c) Previously Taxed E&P (see instructions) (d) Total Section (b) Pre-1987 E&P Not Previously (a) Post-1986 (sections 959(c)(1) and (2) balances) 964(a) E&P Undistributed Important. Enter Earnings (post-86 section 959(c)(3) (ii) Earnings Invested in Excess (combine columns Taxed (pre-87 (1) Earnings Invested in U.S. Property (iii) Subpart F amounts in functional section 959(c)(3) Income (a), (b), and (c)) currency. balance) balance) Passive Assets Balance at 5,111,884 5,111,884 beginning of year 2a Current year E&P **b** Current year 225,438 deficit in E&P Total current and accumulated E&P not previously taxed (line 1 plus line 2a, 4.886,446 minus line 2b)
Amounts included
under sec. 951(a) or
reclassified under section 959(c) in current year 5a Actual distributions or reclassifications of previously taxed E&P **b** Actual distributions of nonpreviously taxed E&P 6a Balance of previously taxed E&P at end of year (line 1 plus line 4, 0 0 minus line 5a) b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus 0 4,886,446 line 5b) Balance at end of year. (Enter amount 4,886,446.

whichever is applic.) 4,886,446 For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

1 5471J1

from line 6a / line 6b,

NTF 35890

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SCHEDULE M (Form 5471) (Rev. May 2001)

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Department of the Treasury

Transactions Between Controlled Foreign Corporation and Shareholders or Other Related Persons

Attach to Form 5471. See Instructions for Form 5471.

OMB No. 1545-0704

Internal Revenue Service Name of person filing Form 5471

& SUBSIDIARIES R. GRACE & CO.

Identifying number 65-0773649

Name of foreign corporation

GRACE SILICA N.V. (BELG.)

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule Furo 0.8927500 (f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation (d) Any other foreign corporation or partnership controlled by U.S. person filing this return (6) 10% or more U.S. hareholder of controller (C) Any domestic corporation or partnership controlled by U.S. person filing this return (a) Transactions (b) U.S. person filing this return foreign corporation (other than the U.S. ot foreign corporation person filing this return 1 Sales of stock in trade (inventory)...... 2 Sales of property rights (patents, trademarks, etc.). Compensation received for technical, managerial, engineering, construction, or 4 Commissions received 5 Rents, royalties, and license fees received..... 6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income)..... 201,260. 8 Premiums received for insurance or reinsurance..... 0. 0. 201,260. 0. ٥. 9 Add lines 1 through 8 10 Purchases of stock in trade (inventory)...... 11 Purchases of tangible property other than stock in trade 12 Purchases of property rights (patents, trademarks, etc.). 13 Compensation paid for technical, managerial, engineering, construction, or like services...... 14 Commissions paid..... 15 Rents, royalties, and license 16 Dividends paid 0. 0. 0. 0. 0. 18 Add lines 10 through 17 19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . . 20 Amounts loaned (enter the maximum loan balance during 4,284,756 the year) -- see instructions . .

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 5-2001)

000725 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE SILICA N.V. (BELG.) Statement 1 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending		
INTER CORPORATE BAL. WITH	-219,983	-407,485		
Total	-219,983	-407,485		
	_==============	=======================================		

000725 09/03/2002 W. R. GRACE & CO. & SUBSIDIARIES GRACE SILICA N.V. (BELG.) Statement 2 65-0773649

Tax Year Ended 12/31/2001

Form 5471 Page 3 Schedules

Schedule F, line 17 -- Other Liabilities

Detail Description	Beginning	Ending
NON CURRENT DEFERRED TAX	11,934	90,896
Total	11,934	90,896

09/03/2002 000180

Form **5471**

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

OMB No. 1545-0704 File in Duplicate

(Rev. May 2001)			➤ See separat	e instructions	i.	(Ann. 1007 F051	irod by	(see When	and
Department of the Treasury	Information furnished for the foreign corporation's annual account section 898) (see instructions) beginning $01/01$, 2001 ,					$\frac{12}{31}$	2001	Where To instructions	
	Internal Revenue Service Section 898) (see instructions) beginning 01/01,2001 Name of person filing this return					er			
W. R. GRACE & CO. & SUBSIDIARIES				65	<u>-077364</u>	9			h ())
Number, street, & room or suit 5400 BROKEN	te no. (or P.O. box no.	if mail is not deliver	ed to street addres: TE 300	s) B Cate	gory of filer (See instructio		(applicabie 3	5 X
City or town, state, and 2		<u> </u>		C Enter	the total perce	ntage of the for	ign corpor	ation's voting s	tock
BOCA RATON,						d of its annual ac	counting p	eriod	100%
Filer's tax year beginning	01/01			/31	, 20 C	1			
D Person(s) on whose	behalf this inform	nation return is file	ed:	 .			(4) Che	ck applicab	e boy(es)
(1) Nam	9		(2) Address		(3) Iden	tifying numbe	Share- holder		Director
				<u> </u>			-		
		ļ					+		
									
Important: Fill in all ap	nlicable lines and	schedules All in	formation must	be in the Engli	sh language.	All amounts i	nust be s	tated in U.S	. dollars
unless othe	rwise indicated.	3011044100174171							
1a Name and address		ation				b Emplo	yer identi	fication num	ber, if any
GRACE BRAS AVENIDA PA		ים מא.דווסוו	י דום פוסד.			C Countr	under wh	ose laws incorp	orated
SOROCABA,		O CAUCKO	DO BOL			BRA			
d Date of incorporatio		place of busn.	f Principal bu	siness activity		business acti		unctional cu	rrency
		•	code	number		CHEMIC			•
11/21/95		AZIL	325900		<u> </u>	CTS MFG	ŢŪ.	S. Dol	.iar
2 Provide the following	g information for t	the foreign corpo	ration's accounti	ng period state	ed above.		nlanca ol	hover	
a Name, address, and		per of branch office	ce or agent			urn was filed,		5. income ta	x paid
(if any) in the United	d States			(i) Taxable income or (loss) (after a			fter all credit	s)	
				-		."			
C Name and address	of foreign corpora	ation's statutory o	r resident	d Name and	d address (in	cluding corpo th custody of	rate depa	rtment, if ap	plicable) of le foreign
agent in country of	incorporation			corporation	n, and the lo	cation of suci	books a	nd records,	if different
					MOREN				
			•						
Schedule A S	lock of the Fo	oreign Corpo	ration						
Part I - ALL Clas	ses of Stock								
						r of shares iss		End of ann	
(a) D	escription of each	Class of Stock			ginning of an counting perio			counting per	
QUOTAS	<u> </u>			100,202				100,202	
QUOTAD									
· · · · · · · · · · · · · · · · · · ·									
				<u> </u>					
Part II Addition	nal Information	n for Preferr ategory 1 filers to	ed Stock or foreign persor	nal holding con	npanies)	<u></u>			
	ption of each clas				value in			(d) Indicate	
(Note: This de	escription should r	match the correst	oonding	, ,,	i currency	(c) Rate of c	lividend	stock is cur	
descri	otion entered in Pa	art I, column (a).)	!			<u> </u>		, iotiodii	
				 	· · · · · · · · · · · · · · · · · · ·				
			.,	-					,
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W. R. GRACE & CO. & SUBSIDIARIES

65-0773649

Page 2

GRACE BRASIL LTDA. Form 5471 (Rev. 5-2001) U.S. Shareholders of Foreign Corporation (See the instructions.) Schedule B (C) Number of shares held at beginning of annual accounting period (d) Number of shares held at end of annual accounting period (e) Pro rata share of subpart F income (enter as a percentage) (b) Description of each class of stock held by shareholder (a) Name, address, and identifying number of shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).) 100,201 100,201 QUOTAS W.R. GRACE & CO., - CONN. 7500 GRACE DRIVE COLUMBIA, MD 21044 * A Wholly Owned Domestic Subsidiary of W.R. Grace & Co. 100

Income Statement (See the instructions.) Schedule C

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Bolls for special rules for 5/10-1111 co.p.		Functional Currency	U.S. Dollars
	a Gross receipts or sales		1a	0.	15,761,908.
			1b	0.	359,443.
	b Returns and allowa	om line 1a	1c	0.	15,402,465.
.	C Subtract line 15 fro	Im line 1a	2	0.	10,396,336.
N	Cost of goods sold	, , , , , , , , , , , , , , , , , , ,	3	0.	5,006,129.
: :	Gross profit (subtract line 2 from line 1c)		4	/	
N I	Dividends		5	0.	-1,724,570.
Ë	Interest		6		
	Gross rents, royalties, and license fees		7		
	Net gain or (loss) on sale of capital assets		8	0.	-534,387.
-	Other income (atta	nch schedule)see .statement. 1	9	0.	2,747,172.
	Total income (add lines 3 through 8)		10	0.	2,311,990.
1	Compensation not	deducted elsewhere	11	0.	231,114.
D 1 E 1	Rents, royalties, a	nd license fees	12	0.	4,227.
5 1	Interest		13	0.	625,258.
V 1	B Depreciation not o	leducted elsewhere	14		
우 1	Depletion	· · · · · · · · · · · · · · · · · · ·	15	0.	89,644.
1 1	Taxes (exclude pr	ovision for income, war profits, and excess profits taxes)			
0 -	3 Other deductions	(attach schedule exclude provision for income, war profits, and	16	0.	2,940,975.
N S	excess profits taxe	es)see .statement. 2	17		6,203,208.
	7 Total deductions	(add lines 10 through 16)	3000		
I NCC 1	Net income or (lo	ss) before extraordinary items, prior period adjustments, and the			
	provision for income, war profits, and excess profits taxes (subtract line 17		18	0.	-3,456,036
	from line 9) Extraordinary items and prior period adjustments (see instructions)		19		-3,430,030
N C O					
M [20	-	
E	1 Current year net i	ncome or (loss) per books (line 18 plus line 19 minus line 20)	21	0.	-3,456,036